Board of Governors
Public Meeting
May 21, 2025
4:00 p.m. – 7:00 p.m.
Governors Boardroom/Teams

Minutes

We respectfully acknowledge that we are on Treaty No. 8 Territory, the ancestral and traditional territory of the Cree, Dene, and Métis, peoples.

Distribution

Board of Governors Members:
Don Scott (Chair), Public Member
Andrew Rosser (1st Vice Chair), Public Member (regrets)
Joe MacNeil, Public Member (regrets)
Kim Farwell, Public Member
Adele Thomson, Public Member
Raymond Powder, Public Member
Kathleen Brennan, CUPE Representative
Chioma Igbokei, Student Representative
Marc Vergara, Student Representative
Sandra Efu, Interim President & CEO

Administration:
Murray Walford, Vice President, Corporate Services & CFO
Susan Bansgrove, Interim Vice President, Academic & Student Experience
Chantal Beaver, Associate Vice President, Public Engagement
Deni Ruiz, Director, People & Culture
Terri Turner (RS)

Guests

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1. **Call to Order** (D. Scott, Chair)
   D. Scott called the meeting to order at 4:01 p.m.
2. **Declaration** (All)

   - Declaration of Conflict of Interest
     - No Declarations of Conflict of Interest

   - Declaration of Fraud & Irregularities
     - No Declarations of Fraud & Irregularities
3. **Adoption of Consent Agenda** (D. Scott)

   1. Executive Reports
      - President & CEO
      - Academic & Student Experience
      - Corporate Services & CFO
      - People & Culture
      - Public Engagement

   2. Public Board of Governors Meeting Minutes of April 30, 2025

3. Governance & HR Committee Meeting Minutes of April 9, 2025
4. Finance & Audit Meeting Minutes of April 9, 2025
5. Board Executive Committee Minutes April 14, 2025

Motion: "THAT, the Consent Agenda for the May 21, 2025, meeting of the Board of Governors be approved as presented/amended."

Moved by K. Farwell and seconded by R. Powder "**that**, the Consent Agenda for the May 21, 2025, meeting of the Board of Governors be approved as amended."

Carried Unanimously

4. Adoption of Regular Agenda (D. Scott)

Motion: "THAT, the Regular Agenda for the May 21, 2025, meeting of the Board of Governors be approved as presented/amended."

Moved by K. Farwell and seconded by R. Powder "**that**, the Regular Agenda for the May 21, 2025, meeting of the Board of Governors be approved as amended."

Carried Unanimously

5. Excerpts from the Consent

5.1 President & CEO Report

- S. Efu noted that we have a new Minister of Advanced Education, Myles McDougall, and she has reached out to request a meeting; however, she was informed that this will be on hold until June as he settles into his new portfolio
- S. Efu noted that the college is sending a thank-you letter to Minister Sawhney and a welcome letter to Minister McDougall
- S. Efu noted that the ISC grand opening is scheduled for tomorrow, May 22, 2025, at 1 pm

5.2 Public Engagement

- C. Beaver provided an update and overview of her report
- K. Farwell inquired about obtaining sponsorship for the Gala
- C. Beaver noted that we are on track for sponsorship; however, if there is someone you want to refer to the college for sponsorship, reach out to S. Efu or T. Turner

6. Board Executive Committee Update (D. Scott)

6.1 2025 -26 Draft Meeting Schedule (T. Turner)

- T. Turner provided an overview of the schedule, noting that the Finance & Audit and Governance & HR committee meetings will be in person this year, with the option of joining via Teams
- K. Farwell noted that if the number of meetings increased from the 2024-25 schedule to ensure the members have it blocked in the calendar, then if a meeting is not required we can proceed to cancel

Motion: THAT the Board of Governors approve the Board of Governors, Board Executive Committee, Finance & Audit, and Governance & HR 2025-26 meeting schedule as presented."

Moved by K. Farwell and seconded by R. Powder "**that**, the Board of Governors approve the Board of Governors, Board Executive Committee, Finance & Audit, and Governance & HR 2025-26 meeting schedule as presented."

Carried Unanimously

7. Governance & HR (A. Thomson)

6.1 Governance & HR Update

- Succession Planning BOG & Sub-committees
  - ➢ A. Thomson noted that the committee discussed that sitting on a subcommittee will be a requirement for board members

6.2 Board Matrix

- Thomson noted that this will be completed each year by all board members, and by recommended board members before joining the board

6.3 Declaration of Conflict of Interest

- Thomson noted that this is completed each year, and it is required that all board members complete the form and submit it to T. Turner

6.4 Terms of Reference

- Thomson noted the minor edits to the Terms of Reference

Motion: "THAT the Board of Governors approve the Governance & HR Terms of Reference as presented."

Moved by D. Scott and seconded by K. Farwell "**that**, the Board of Governors approve the Governance & HR Terms of Reference as presented."

Carried Unanimously

- Thomson noted that the Strategic Plan is a standing item with quarterly updates provided by the President & CEO
- At the last BOG meeting, the question was raised regarding adding dollar amounts to the initiatives, Governance & HR discussed at length if this step would add value, bringing it back to the BOG for discussion
- S. Efu asked if the request is to have a dollar amount attached to the capital items or each initiative
- K. Farwell noted that the idea was not structured to require an estimate or quote on the work but to get an understanding, such as whether the cost will come from reserves, whether we need a grant or capital campaign, how we communicate this externally, and how the BOG can support the college

7. Finance & Audit (K. Farwell)

7.1 Finance & Audit Committee Update (K. Farwell)

- K. Farwell noted that Risk Oversight joined the May Finance & Audit meeting and provided an overview of the college's internal audit and asked for direction/areas of concern for next year's focus
- K. Farwell noted that the committee identified the Grant application and recording process, research grants, and board governance processes
- K. Farwell noted that the college experienced a cyber breach and provided an overview

- M. Walford pointed out that the forensic investigation was started immediately, the college was able to continue work, and they determined that there was no further risk

7.2 3rd Qtr. Forecast & Enrollment Update (M. Walford/S. Bansgrove)

- M. Walford noted that the college is forecasting a surplus, because student enrollment in the summer was higher than projected and investments did well, there were a few variances to account for, as identified in the pre-read T
- S. Bansgrove noted that for international recruitment, we have implemented rigid criteria; for domestic enrollment, we have increased our focus on nontraditional adult learners, Indigenous students, and part-time learners
- S. Bansgrove noted that we changed our focus to "meeting you where you are," we will follow up more frequently, attend career fairs, and increase marketing avenues
- S. Bansgrove reviewed recruitment plans for the college

7.3 Capital Plan & Priorities -Three Capital Priorities & Business Cases (M. Walford/C. Beaver)

- M. Walford noted the process, stating this is part of the annual budget, the government requests we include a minimum of three capital priorities and business cases, and noted we have four included for this year's submission
- C. Beaver noted that the business cases have been updated based on feedback from the Finance & Audit committee
- C. Beaver provided an overview of the Enhancing Health Education in Northern Alberta through Immersive Interactive Learning and the Advancing Alberta 2030: The Keyano Innovation for Trades & Technology (KITT) Project business cases
- M. Walford provided an overview of the Campus Revitalization and the HVAC Business Cases
- A. Thomson inquired about the costs of the ask and if it would be more effective to submit lower-cost projects
- S. Efu noted that it is in our best interest to show the entire plan and cost for our capital projects
- K. Farwell suggested a friendly amendment to reflect that the college will be submitting four business cases as opposed to three
- The original motion stated **Motion:** "THAT the Board of Governors approves the three Business Cases and templates as part of the College's Capital Plan submission to the Ministry of Advanced Education."

Motion: "THAT the Board of Governors approves the four Business Cases and templates as part of the College's Capital Plan submission to the Ministry of Advanced Education."

Moved by C. Igbokei and seconded by A. Thomson "**that**, the Board of Governors approves the four Business Cases and templates as part of the College's Capital Plan submission to the Ministry of Advanced Education."

Carried Unanimously

7.4 2025-26 Budget Submission Review (M. Walford)

- M. Walford noted that the ministry requires the Board to approve the budget; it is a balanced budget, which has taken a significant amount of work from our college leadership team

- M. Walford noted that risks, specifically enrollment, if we don't reach our targets, then we will have to have a mitigation strategy and make adjustments if required
- M. Walford noted that the college administration is currently working on mitigation strategies

<u>Motion:</u> "THAT the Board of Governors approves the 2025-26 Budget Submission as presented."

Moved by K. Farwell and seconded by C. Igbokei "**that**, the Board of Governors approves the 2025-26 Budget Submission as presented."

Carried Unanimously

7.5 KMP Disclosures (M. Walford)

- M. Walford noted that the disclosures are required by the auditors, and emphasized that the BOG must declare any boards or interests in companies for themselves, their spouse, and dependent children
- M. Walford noted that the forms cannot be signed until July 1, 2025, and they are for the past year, July 1, 2024, to June 30, 2025
- M. Walford noted that T. Turner will provide a reminder email on July 2, 2025

8. Academic & Student Services Update (S. Bansgrove)

9. In-Camera

<u>Motion:</u> "THAT, the Board of Governors move in-camera."

Moved by K. Farwell and seconded by R. Powder "**that,** the Board of Governors move in-camera."

Carried Unanimously

9.1 Properties Update (All Members)
9.2 Internally Restricted Surplus (All Members)

<u>Motion:</u> "THAT, the Board of Governors conclude the in-camera discussion."

Moved by K. Farwell and seconded by R. Powder "**that**, the Board of Governors conclude the in-camera discussion."

Carried Unanimously

<u>Motion:</u> "THAT Keyano College Board of Governors recognizes that under the Keyano College Land Trust (KCLT) the Saline Creek land was designated as investment property held for sale; on transfer of the land from the Trust to Keyano College, the land is now recorded as a tangible capital asset. As the intent of the transfer was to maintain the same financial conditions as defined by the KCLT, the Keyano College Board of Governors designates Saline Creek as investment property held for sale."

Moved by K. Farwell and seconded by R. Powder "**that**, Keyano College Board of Governors recognizes that under the Keyano College Land Trust (KCLT) the Saline Creek land was designated as investment property held for sale; on transfer of the land from the Trust to Keyano College, the land is now recorded as a tangible capital asset. As the intent of the transfer was to maintain the same financial conditions as defined by the KCLT, the Keyano College Board of Governors designates Saline Creek as investment property held for sale."

Carried Unanimously

Motion: "THAT, the Board of Governors move in-camera."

Moved by K. Farwell and seconded by R. Powder "**that,** the Board of Governors move in-camera."

Carried Unanimously

9.3 Bargaining Update (Public and Executive Only)

C. Igbokei and K. Brennan left the meeting

C. Igbokei rejoined the meeting

Motion: "THAT, the Board of Governors conclude the in-camera discussion."

Moved by K. Farwell and seconded by R. Powder "**that**, the Board of Governors conclude the in-camera discussion."

Carried Unanimously

D. Scott confirmed that an email motion will be distributed to the Board of Governors Public Members, noting that the BOG in attendance is in alignment, but due to quorum, this motion will be put forward and approved via email, moved by K. Farwell and seconded by R. Powder

10. Adjournment

There being no further business, **motion:** "that the meeting of the Board of Governors be adjourned."

Moved by K. Farwell and seconded by R. Powder "**that**, the meeting of the Board of Governors be adjourned @ 6:22 p.m."

Carried Unanimously